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Attorneys for the Israeli Institutional Investor Group

UNITED STATES DISTRICT COURT
 NORTHERN DISTRICT OF CALIFORNIA
 SAN FRANCISCO DIVISION

IN RE VERIFONE HOLDINGS, INC.
 SECURITIES LITIGATION

Master File No. C 07-6140 MHP

CLASS ACTION

DECLARATION OF REED R.
 KATHREIN IN SUPPORT OF NOTICE
 OF FIRM AFFILIATION AND
 FURTHER INFORMATION IN
 SUPPORT OF MOTION TO APPOINT
 LEAD PLAINTIFF AND APPROVE
 LOCAL COUNSEL

This Document Relates To: All Actions

1 I, REED R. KATHREIN, declare as follows:

2 1. I am a member in good standing of the state bar of California. I am an attorney at
3 Hagens Berman Sobol Shapiro LLP (“Hagens Berman”), proposed co-lead counsel with Motley
4 Rice LLC for the Israeli Institutional Investor Group. I submit this declaration in support of the
5 notice of firm affiliation and further information for motion to appoint lead plaintiff and approve
6 local counsel.

7 2. Eran Rubinstein and Susan Rubinstein (“Rubinsteins”) became affiliated with
8 Hagens Berman, as Of Counsel, effective July 28, 2008.

9 3. The members of the Israeli Institutional Investor Group have been informed of this
10 change of affiliation and were advised that a filing would be made with the Court concerning this
11 change of affiliation. At the same time, the Israeli Institutional Investor Group was informed that
12 this filing would address allegations raised in the recent filings by the Pomerantz firm regarding the
13 Rubinsteins, and qualifications of the Rubinsteins, to litigate this action.

14 4. I am informed that the Israeli Institutional Investor Group has met on numerous
15 occasions by telephone and in person regarding this case and their representation in this case. I
16 also am aware that representatives of the Israeli Institutional Investor Group have one another’s
17 contact information and have communicated in writing concerning this case, the filings in this case,
18 and their representation.

19 5. The Rubinsteins have been actively involved with each member of the Israeli
20 Institutional Investor Group in the development and litigation of the lead plaintiff filings on behalf
21 of the Israeli Institutional Investor Group.

22 6. The Israeli Institutional Investor Group specifically reaffirmed its retention of the
23 Rubinsteins on July 3, 2008 when, at the same time, it retained Motley Rice to act in a co-counsel
24 capacity. That retention letter can be made available to the Court for review, if so asked.

25 7. On August 3, 2008, the Israeli Institutional Investor Group was informed, in writing,
26 of the Rubinsteins’ new affiliation and the fact that this filing would be made.

27 8. Hagens Berman, with whom the Rubinsteins are now affiliated, is well qualified to
28 approve as co-lead counsel for the class if the Israeli Institutional Investor Group, or any of its

1 members, are appointed lead plaintiff. This Court is familiar with the qualifications of many of its
2 attorneys from prior cases and that the firm works well with the Court. Attached as Exhibit A is
3 the Hagens Berman firm resume.

4 9. In addition, Hagens Berman has offices in the San Francisco area (Berkeley) which
5 will aid in appearances before this Court, Defendants and witnesses.

6 10. Finally, Hagens Berman has worked with Motley Rice in the past and has a good
7 working relationship with that firm.

8 I declare, under penalty of perjury of the laws of the United States, that the foregoing is
9 true and correct to the best of my knowledge.

10 Executed this 12th day of August, 2008.

11 /s/ Reed R. Kathrein

12 REED R. KATHREIN

CERTIFICATE OF SERVICE

I hereby certify that on August 12, 2008, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system which will send notification of such filing to the e-mail addresses registered, as denoted on the attached Electronic Mail Notice List, and I hereby certify that I have mailed the foregoing document or paper via the United States Postal Service to the non-CM/ECF participants indicated on the attached Manual Notice List.

/s/ Reed R. Kathrein
REED R. KATHREIN

Mailing Information for a Case 3:07-cv-06140-MHP

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Manual Notice List

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- (No manual recipients)